

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Lehman Brothers Holdings Inc., et al.,

Case No. 08-13555 (JMP)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Elliott Associates, L.P.
Name of Transferee

Merrill Lynch Credit Products, LLC
Name of Transferor

Name and Address where notices to transferee should be sent:

c/o Elliott Management Corporation
712 Fifth Ave., 35th Fl, New York, NY 10019
Attn: Michael Stephan
Phone: (212) 974-6000
Last Four Digits of Acct #: _____

Court Claim # (if known): 28371
Amount of Claim: \$14,292,493.41*
Date Claim Filed: 09/22/2009

Phone: (646) 855-7450
Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

*plus additional amounts as set forth in the proof of claim

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: Elliott Capital Advisors, L.P., as general partner
By: Braxton Associates, Inc., as general partner

Transferee's Agent

Date: June 22, 2011

By: _____

Penalty for making false statement: \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

BOA

Fax 6468550114

Jun 3 2011 10:04am P003/005

EVIDENCE OF TRANSFER OF CLAIM

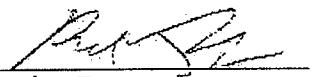
TO: Clerk, United States Bankruptcy Court, Southern District of New York

Merrill Lynch Credit Products, LLC, its successors and assigns, with offices at c/o Bank of America Merrill Lynch, Bank of America Tower - 3rd Floor, One Bryant Park, New York, NY 10036 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to Elliott Associates, L.P., its successors and assigns, with offices at 712 5th Avenue, 35th Floor, New York, New York 10019 ("Buyer"), all rights, title and interest in and to the claim of Seller against **Lehman Brothers Holdings Inc.** (Claim No.: 28371) in the amount of \$14,292,493.41 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representatives as of the 2 day of June, 2011.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:  JS
Name: **Ron Torok**
Title: **VICE PRESIDENT**

ELLIOTT ASSOCIATES, L.P.

By: _____
Name:
Title:

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

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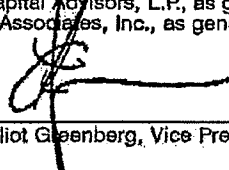
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IN WITNESS WHEREOF, the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representatives as of the 2 day of June, 2011.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By: _____
Name:
Title:

ELLIOTT ASSOCIATES, L.P. Elliott Associates, L.P.
By: Elliott Capital Advisors, L.P., as general partner
By: Braxton Associates, Inc., as general partner

By: _____ By: 
Name: Elliot Greenberg, Vice President
Title: